AMAZING SPIDER-MAN® 3

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CIVIL WAR™ II

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CIVIL WAR II

AMAZING SPIDER-MAN

WHEN SCIENCE-GEEK PETER PARKER WAS BITTEN BY A RADIOACTIVE SPIDER, HE GAINED THE PROPORTIONAL SPEED, STRENGTH AND AGILITY OF A SPIDER; ADHESIVE FINGERTIPS AND TOES; AND THE UNIQUE AWARENESS OF DANGER CALLED "SPIDER-SENSE." NOW, HE HAS FINALLY LIVED UP TO HIS POTENTIAL AS THE C.E.O. OF PARKER INDUSTRIES.

AFTER A NEW INHUMAN NAMED ULYSSES HELPED THE SUPER HERO COMMUNITY STOP AN ALIEN INVASION, SPIDER-MAN TOOK HIM UNDER HIS WING. HOWEVER, ULYSSES HAD ANOTHER VISION – THIS TIME OF ONE OF PETER PARKER'S EMPLOYEES – THE REFORMED SUPER VILLAIN CLAYTON COLE – TURNING TRAITOR!

CLAYTON LEARNED OF ULYSSES' VISION AND DONNED A REVAMPED COSTUME OF HIS OLD ALTER-EGO... ***CLASH!***

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PARKER INDUSTRIES.
PETER PARKER'S OFFICE.
YOU LOOK AWFUL. WERE YOU UP ALL NIGHT WAITING FOR CLAYTON TO CALL?
COULDN'T REALLY SLEEP.
HAVE SOME COFFEE. AND STOP BEATING YOURSELF UP.

BUT IT'S MY FAULT, HARRY.
CLAYTON HELPED OUT AGAINST THE GHOST, THE ZODIAC...HIS TECH SAVED YOU FROM REGENT.
AND I STILL TREATED HIM LIKE A CRIMINAL, JUST BECAUSE HE MADE SOME BAD DECISIONS AS A KID.

HEY, I FEEL FOR CLAY, BUT WE'RE NOT TALKING ABOUT TAGGING WALLS. HE BECAME A COSTUMED CRIMINAL. AND THEN SPENT YEARS AS A HENCHMAN TO OTHERS.
HE WAS TOLD BY YOU, ME, AND HIS PROBATION OFFICER NOT TO USE HIS CLASH TECH. AND HE KEPT DOING IT ANYWAY.

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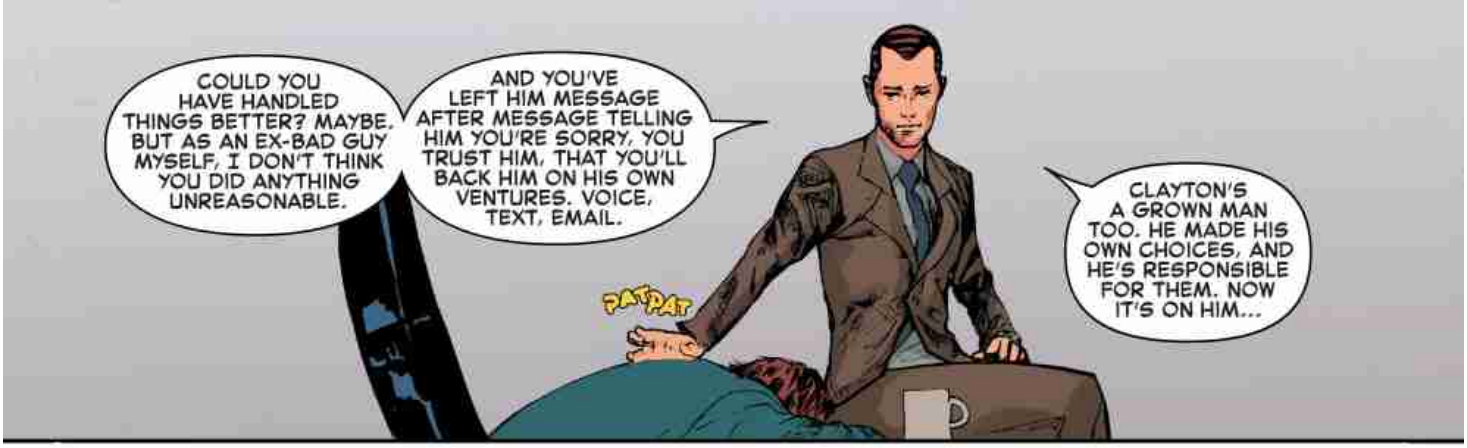
COULD YOU HAVE HANDLED THINGS BETTER? MAYBE. BUT AS AN EX-BAD GUY MYSELF, I DON'T THINK YOU DID ANYTHING UNREASONABLE.
AND YOU'VE LEFT HIM MESSAGE AFTER MESSAGE TELLING HIM YOU'RE SORRY, YOU TRUST HIM, THAT YOU'LL BACK HIM ON HIS OWN VENTURES. VOICE, TEXT, EMAIL.
PAT PAT
CLAYTON'S A GROWN MAN TOO. HE MADE HIS OWN CHOICES, AND HE'S RESPONSIBLE FOR THEM. NOW IT'S ON HIM...

ACROSS TOWN
"...TO MAKE THE RIGHT ONES."
I'VE BEEN THINKING OVER WHAT YOU SAID. ABOUT PEOPLE USING ME... EXPLOITING ME. HOW NO ONE'S REALLY GONNA LOOK OUT FOR ME BUT ME.

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I'M SO PLEASED YOU'VE SEEN THE LIGHT, MR. COLE.
BUT FORGIVE MY INFORMALITY. THE WAY YOU'RE DRESSED, I SHOULD CALL YOU CLASH. AND I SUPPOSE, FOR NOSTALGIA'S SAKE...
...YOU MAY CALL ME THE ROBOT MASTER.
VOLTS

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QUITE A REVERSAL FROM OUR LAST ENCOUNTER, HM? ON THE SURFACE, ANYWAY.
NOW I SEE WHAT YOU WERE PAYING *THE TINKERER* TO MAKE. IMPRESSIVE EQUIPMENT. A VAST IMPROVEMENT OVER THE PREVIOUS VERSION.
THE COSTUME ITSELF, WE WON'T NEED. PARKER INDUSTRIES WON'T KNOW WHAT HIT THEM.
WE'LL GET RICH WITHOUT THEM EVER KNOWING IT WAS US, AND *HARRY OSBORN* WILL TAKE THE BLAME FOR THEIR DOWNFALL.
UNLESS... THERE'S SOMEONE ELSE YOU'D PREFER TO IMPLICATE? IT'S *NORMAN* OSBORN I HATE, AND AFTER ALL, HE AND HIS SON DON'T EVEN SPEAK.
I'D IMAGINE THERE'S SOMEONE AT THE COMPANY *YOU* FEEL ILL-USED BY.
OSBORN? PARKER HIMSELF? THE PUBLIC WOULD LOVE TO SEE A C.E.O. GO TO PRISON FOR A CHANGE.
VRRRRR
OR PERHAPS A RIVAL? A FORMER LOVER?
TELL ME WHAT YOU WANT, AND I WILL MAKE IT SO.
CYCL
LOGA
WHAT I REALLY WANT...
YES?

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AND IT WOULD HAVE.
IF I WERE FOOL ENOUGH TO LET YOU IN WITHOUT FIRST PROTECTING THEM FROM SONIC ATTACKS.
IDIOT. WE COULD HAVE GOTTEN RICH TOGETHER, QUIETLY. BUT I THINK YOU'LL FIND...

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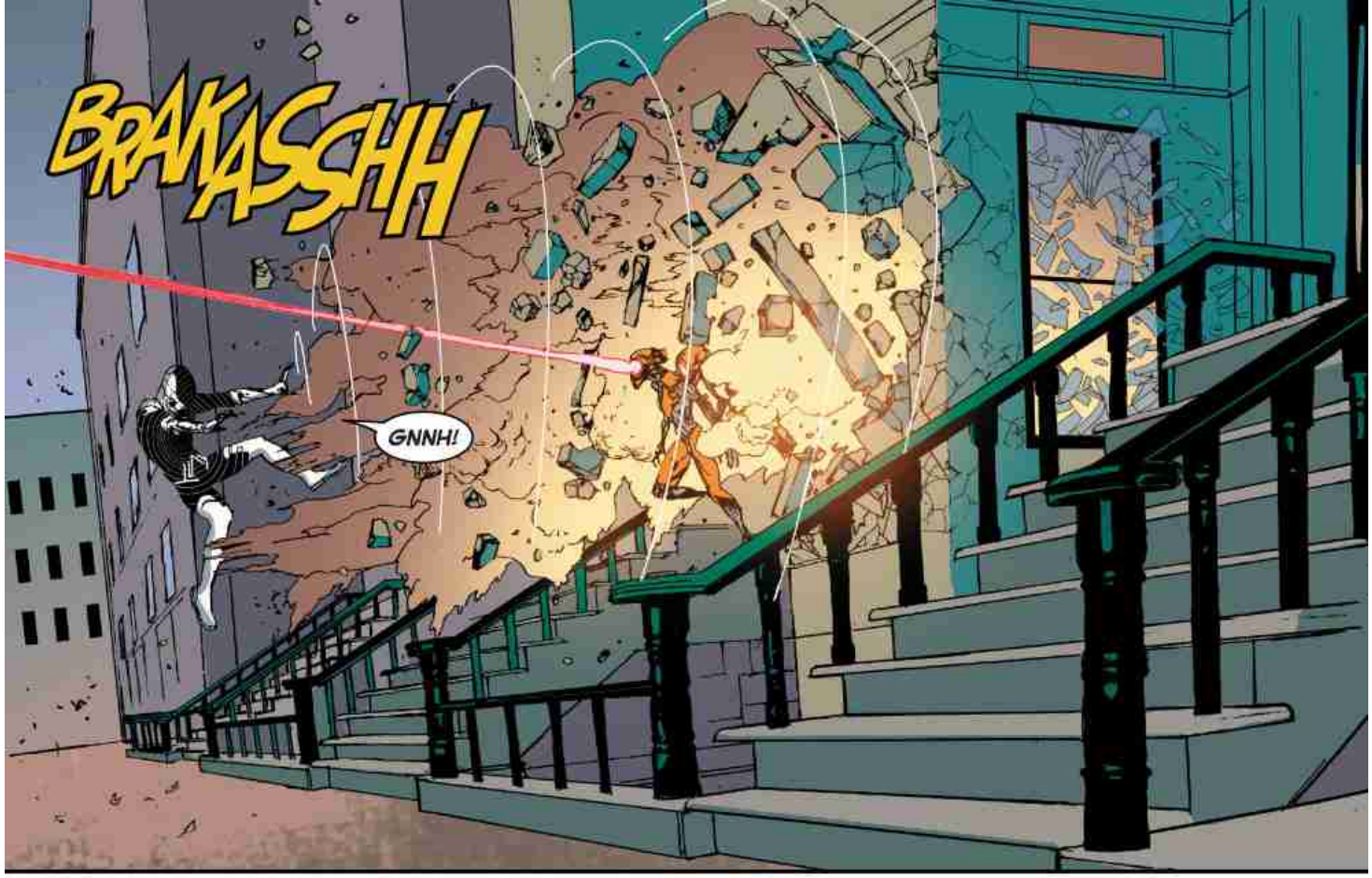

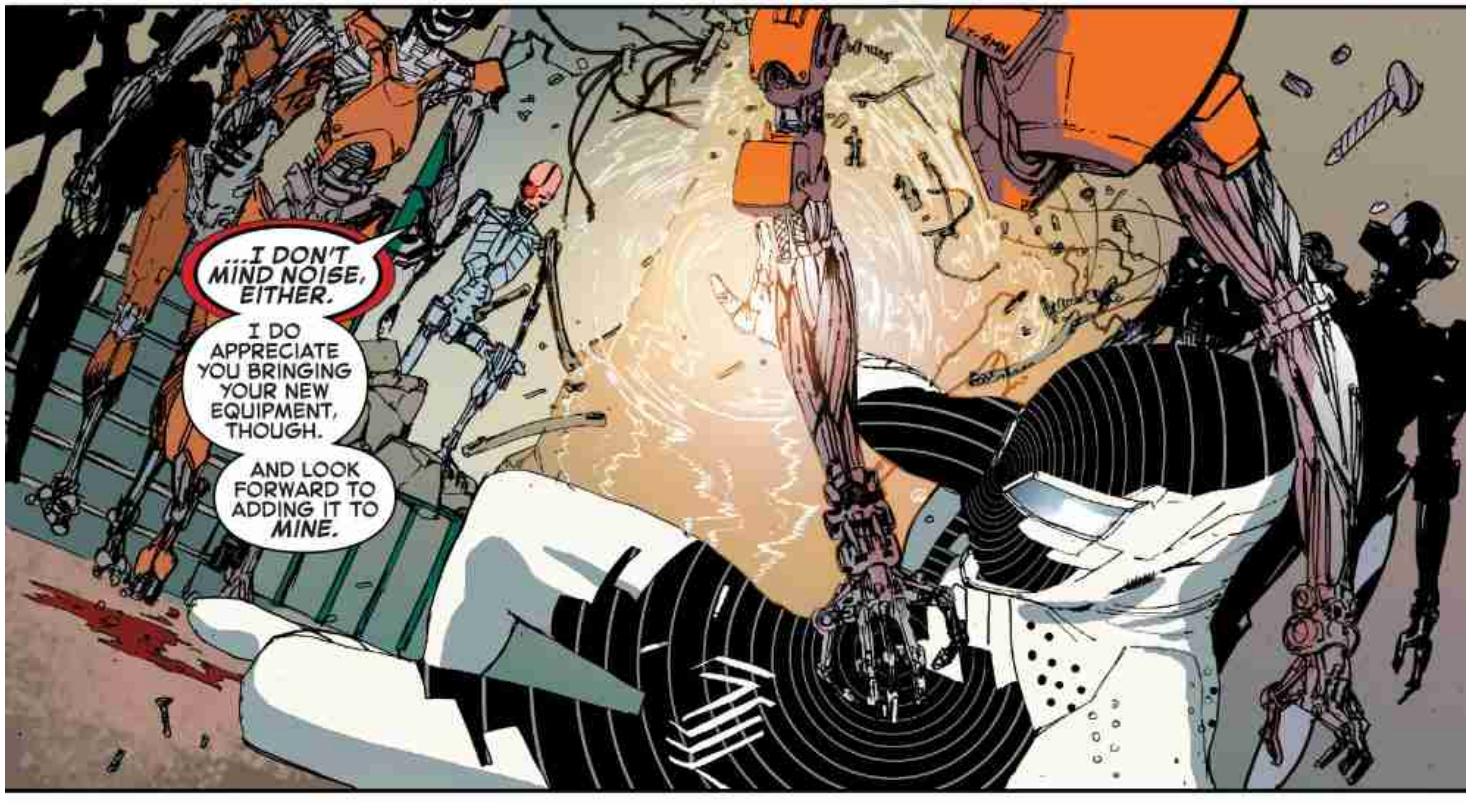

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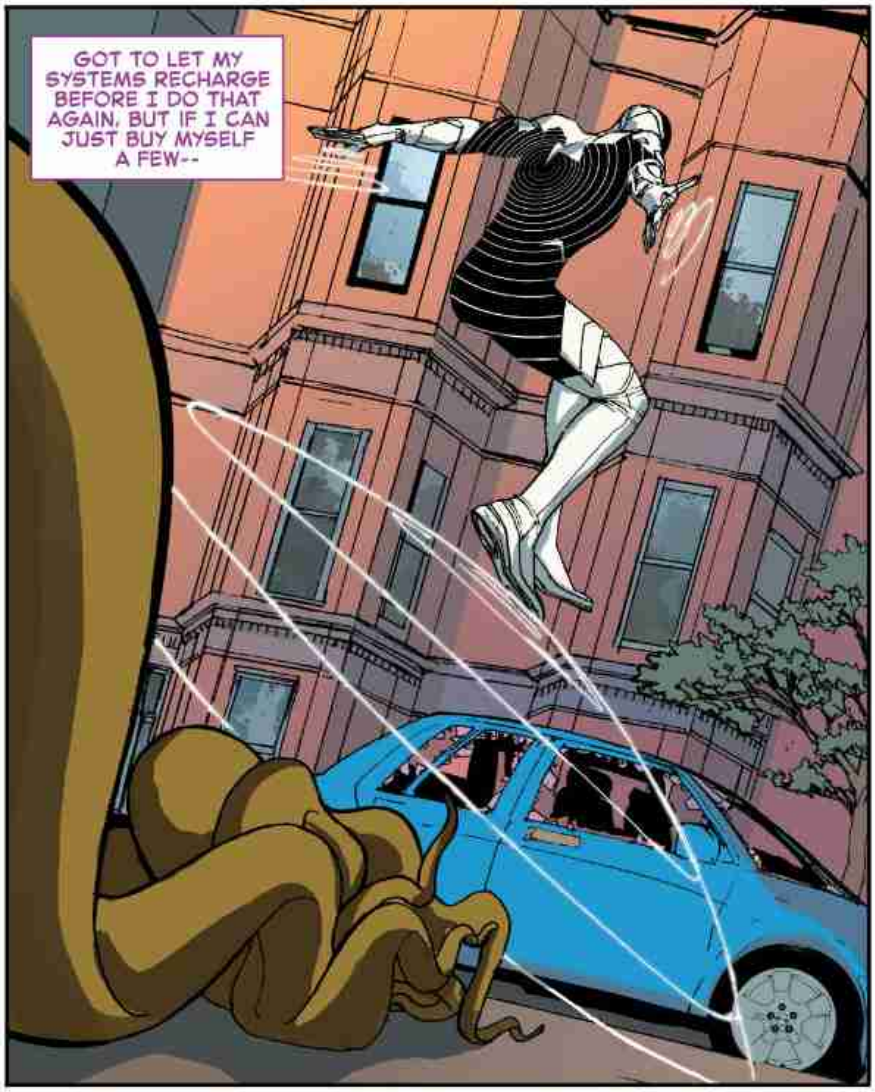

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UFF!
NOT BAD, YOUNG MAN.
KRAK!
BUT NOT NEARLY GOOD ENOUGH.
HIS EARS...CAN'T BE HUMAN ANYMORE, OR HE COULDN'T GET THIS CLOSE.
I'M BLOWING THIS. HAVEN'T BEEN IN A REAL FIGHT IN SO LONG...
STROMM'S GOING TO KILL ME, TAKE MY TECH, AND USE IT TO KILL PEOPLE.
THEY WERE RIGHT. I'M A LOSER. THEY WERE ALL RIGHT.
MY PARENTS. PETER PARKER. AND--
WE'VE MET, RIGHT? I'M GREAT WITH HALF-FACES, BUT NAMES...

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SPIDER-MAN?!
GNAHH!
THAT'S MINE. YOURS IS...STROMM! GUESS I'M NOT SO BAD WITH NAMES AFTER ALL. I THOUGHT OLD PEOPLE WERE SUPPOSED TO BE BAD WITH TECHNOLOGY.
GOOD THAT YOU'RE HERE. IT WOULD HAVE PAINED ME TO NOT TO DESTROY YOU, TOO.
AT YOUR AGE, EVERYTHING PAINS YOU. TRY BENGAY.
I ALWAYS HATED THAT BLOBBY THING. SINCE WHEN ARE ROBOTS BLOBBY? YOU GOT HIM IF I HANDLE STROMM?
I--I--

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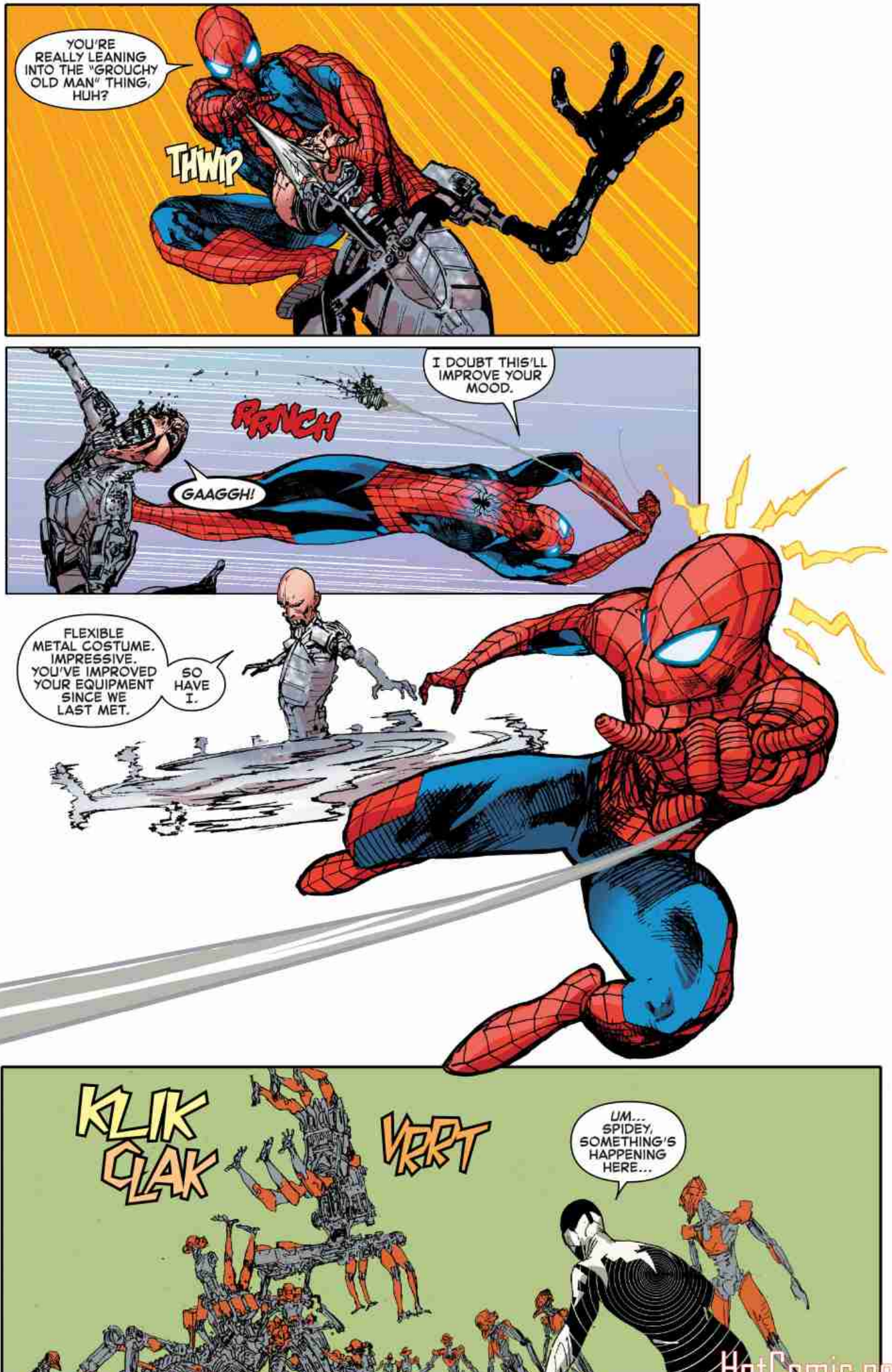
YOU'RE REALLY LEANING INTO THE "GROUCHY OLD MAN" THING, HUH?
THWIP
I DOUBT THIS'LL IMPROVE YOUR MOOD.
RRNCH
GAAGGH!
FLEXIBLE METAL COSTUME. IMPRESSIVE. YOU'VE IMPROVED YOUR EQUIPMENT SINCE WE LAST MET.
SO HAVE I.
KLIK CLAK
VRRT
UM... SPIDEY, SOMETHING'S HAPPENING HERE...
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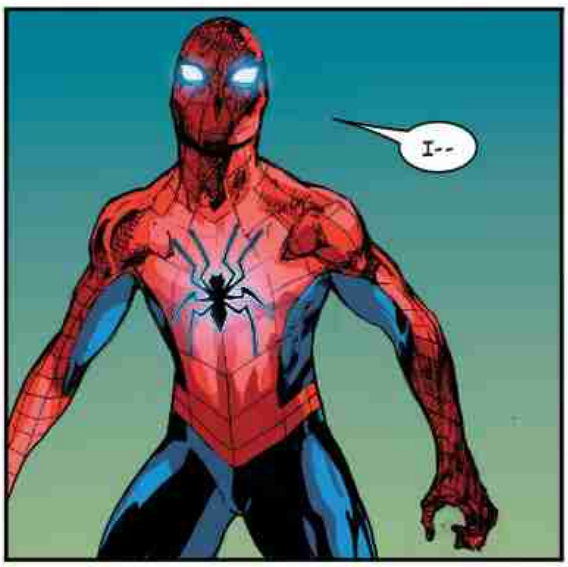

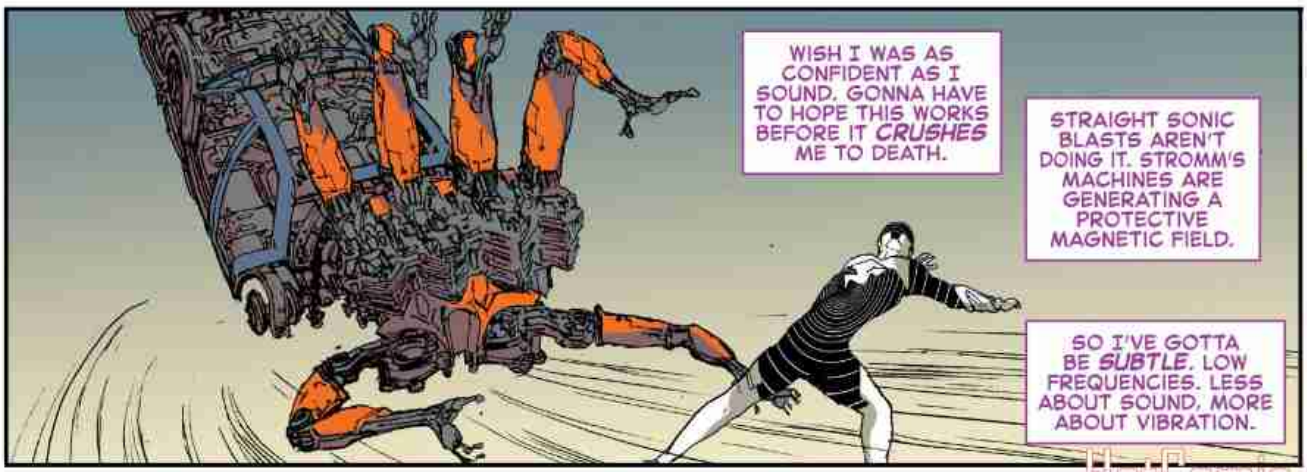
WISH I WAS AS CONFIDENT AS I SOUND. GONNA HAVE TO HOPE THIS WORKS BEFORE IT *CRUSHES* ME TO DEATH.
STRAIGHT SONIC BLASTS AREN'T DOING IT. STROMM'S MACHINES ARE GENERATING A PROTECTIVE MAGNETIC FIELD.
SO I'VE GOTTA BE *SUBTLE*. LOW FREQUENCIES. LESS ABOUT SOUND, MORE ABOUT VIBRATION.

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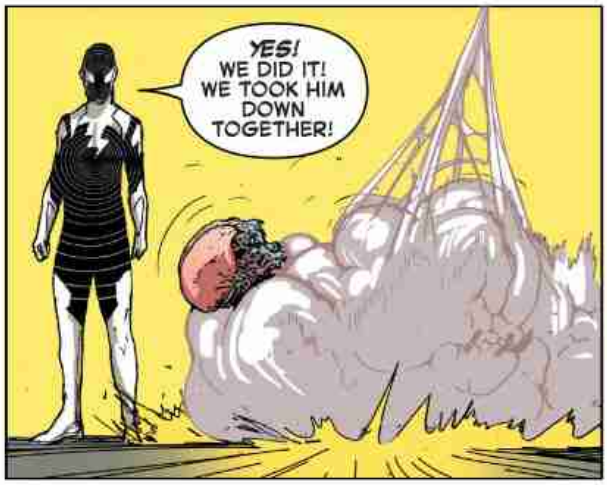

SEE? I TOLD YOU THAT YOU COULD TRUST ME. AND NOW PETE WILL SEE THAT HE CAN, TOO.
I KNOW I LOST MY TEMPER, BUT HE'LL BE COOL, NOW THAT HE SEES WHAT I DID. IT'S GONNA BE JUST LIKE IT WAS, BETTER!

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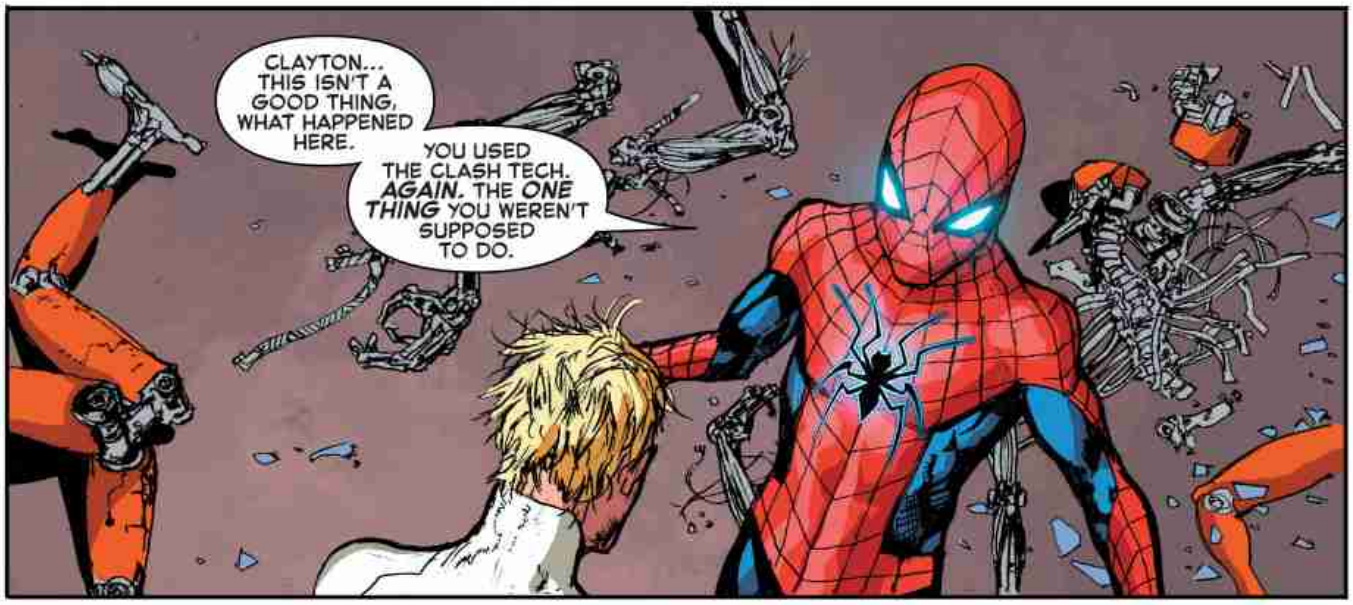

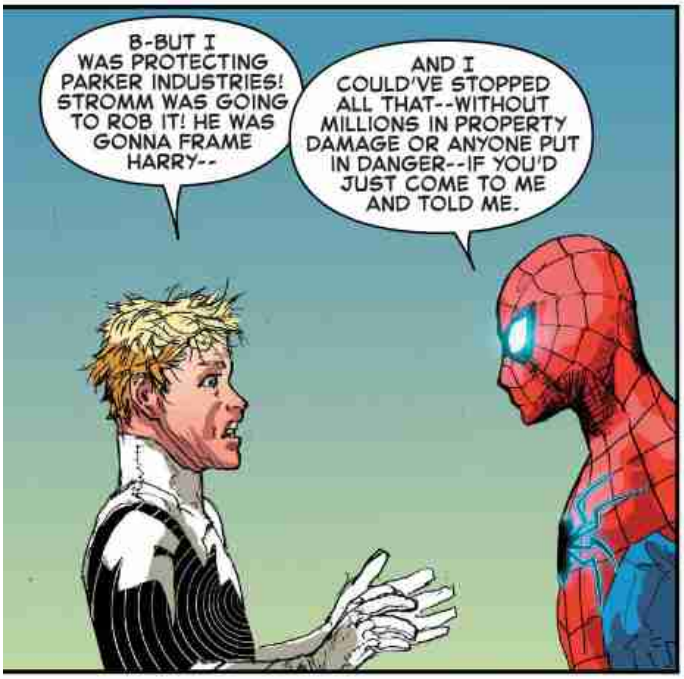
B-BUT I WAS PROTECTING PARKER INDUSTRIES! STROMM WAS GOING TO ROB IT! HE WAS GONNA FRAME HARRY--
AND I COULD'VE STOPPED ALL THAT--WITHOUT MILLIONS IN PROPERTY DAMAGE OR ANYONE PUT IN DANGER--IF YOU'D JUST COME TO ME AND TOLD ME.

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NO. OF COURSE NOT.
THAT'S NOT JUST ME TALKING. I SPOKE TO PETE ABOUT IT. HE THINKS HE CAN CONVINCE YOUR PAROLE OFFICER THIS WAS SELF-DEFENSE.

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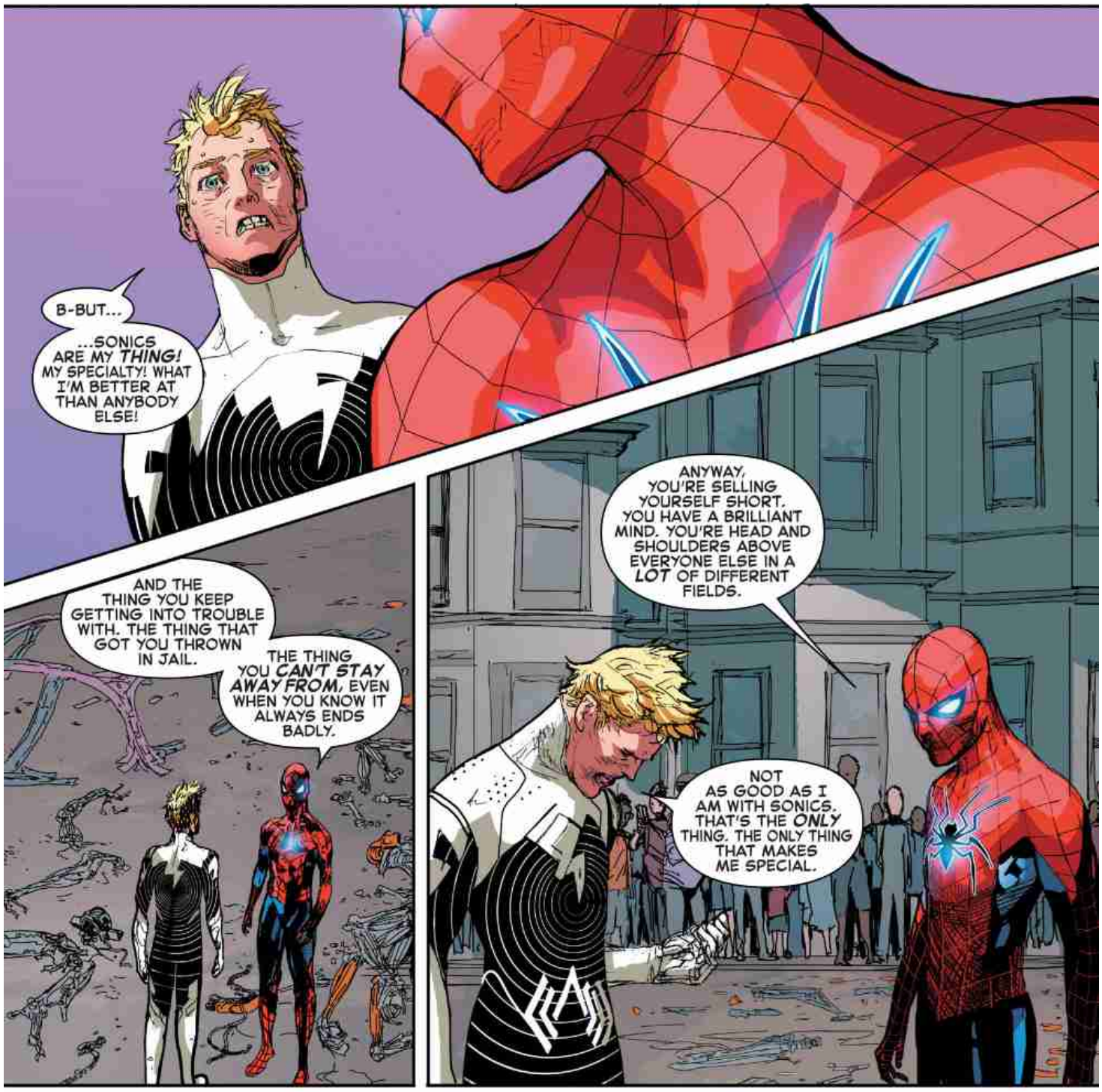
B-BUT...
...SONICS ARE MY *THING!* MY SPECIALTY! WHAT I'M BETTER AT THAN ANYBODY ELSE!
AND THE THING YOU KEEP GETTING INTO TROUBLE WITH. THE THING THAT GOT YOU THROWN IN JAIL.
THE THING YOU *CAN'T STAY AWAY FROM,* EVEN WHEN YOU KNOW IT ALWAYS ENDS BADLY.
ANYWAY, YOU'RE SELLING YOURSELF SHORT. YOU HAVE A BRILLIANT MIND. YOU'RE HEAD AND SHOULDERS ABOVE EVERYONE ELSE IN A *LOT* OF DIFFERENT FIELDS.
NOT AS GOOD AS I AM WITH SONICS. THAT'S THE *ONLY* THING. THE ONLY THING THAT MAKES ME SPECIAL.

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NOBODY'S TRYING TO TAKE ANYTHING AWAY FROM YOU. WE'RE TRYING TO MAKE SURE YOU DON'T *THROW AWAY* ALL THE PROGRESS YOU'VE MADE.
BUT LOOK, IF YOU REALLY STILL WANT TO WORK WITH SONICS, YOU CAN DESIGN STUFF. DRAW IT UP, PLAN IT OUT. THEN HAND IT OFF TO R & D.
WE JUST CAN'T HAVE YOU ACTUALLY USING THE EQUIPMENT.

YOU CAN'T LOOK AT IT THAT WAY. HARRY'S NOT ON A LEASH BECAUSE HE CAN'T HOP ON A GOBLIN GLIDER. *TONY STARK'S* NOT ON A LEASH BECAUSE HE CAN'T DRINK A BEER.
OH, SO I'M LIKE AN ALCOHOLIC NOW? OR A *CRAZY PERSON?*

YOU'RE A GUY WHO GETS INTO TROUBLE WHEN HE USES SONICS. SO YOU HAVE TO STOP. IT'S THAT SIMPLE.
I'VE TALKED TO PETE. HE'S TALKED TO YOUR PAROLE OFFICER. EVERYONE AGREES THIS IS THE ONLY WAY THIS CAN GO.

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